

099000083206

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

New Beginning Gourmet, Inc.

2555
W99-21584

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

100002990571-7

09/20/99-01042-021

*****78.75 *****78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 21 AM 11:56

Art of Inc. File Cert
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

RECEIVED
99 SEP 20 PM 10:19
DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

9/21/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP 21 AM 11:56

September 20, 1999

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET #1
TALLAHASSEE, FL 32302

SUBJECT: NEW BEGINNING GOURMET, INC.
Ref. Number: W99000021584

We have received your document for NEW BEGINNING GOURMET, INC..
However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears
in your document.

Please return the original and one copy of your document, along with a copy of
this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 999A00046022

RECEIVED
99 SEP 21 AM 10:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32302

Corre
y

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP 21 AM 11:56

ARTICLES OF INCORPORATION
OF
NEW BEGINNING GOURMET, INC.

The undersigned incorporators hereby certify to the following in order to form a corporation for a profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is NEW BEGINNING GOURMET, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 2476 Thompson Street, Auburndale, Florida 33823 and the corporate mailing address is at said location.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value

common stock, which shall be designated "common shares".

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial office of this corporation is 2476 Thompson Street, Auburndale, Florida 33823 and the name of the initial registered agent is LARRY S. HELMS, Esquire, 60 Second Street, SE, Winter Haven, Florida 33880.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have (2) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

<i>JUDY ROBERTS</i>	<i>149 Ream Road Winter Haven, Florida 33880</i>
<i>JOHN ROBERT HARRELL, JR.</i>	<i>2476 Thompson Street Auburndale, Florida 33823</i>

ARTICLE VIII - INCORPORATORS

JUDY ROBERTS, whose address is 149 Ream Road, Winter Haven, Florida 33880 is the person signing these Articles of Incorporation.

ARTICLE IX - BY-LAWS

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other

transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts opposite their names:

JUDY ROBERTS	80 shares
JOHN ROBERT HARRELL, JR.	20 shares

Shares held by the initial stockholders listed above, and all subsequent shareholders, may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.


JUDY ROBERTS

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared JUDY ROBERTS, known to me to be the incorporator of NEW BEGINNING GOURMET, INC., in and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 17th day of September, 1999.

(NOTARY SEAL)



Patricia S. Owen
MY COMMISSION # CC846770 EXPIRES
August 18, 2003
BONDED THRU TROY FARM INSURANCE, INC.

Patricia S. Owen

Notary Public State of Florida

Commission No.: CC846770

Commission Expires: August 18, 2003

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP 21 AM 11:56


**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that NEW BEGINNING GOURMET, INC., desiring to organize under the laws of the State of Florida, has named LARRY S. HELMS, of 60 Second Street, SE, Winter Haven, Florida 33880 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


LARRY S. HELMS
Registered Agent